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October 22, 2002

Mr. Kenneth Ferree
Chief
Cable Services Bureau
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: In re Applications for Consent to the Transfer of Control of Licenses
and Section 214 Authorizations from MediaOne Group, Inc. to AT&T Corp.,
(CS Docket No. 99-251)

Dear Mr. Ferree:

Pursuant to Appendix B (the "Safeguards") regarding AT&T Corp.'s ("AT&T") compliance with the Safeguards set forth in the Commission's order approving the AT&T-MediaOne Merger (the "Order"), AT&T's independent auditor, PricewaterhouseCoopers LLP ("PwC"), is required to submit a semiannual report regarding AT&T's compliance with the Safeguards. PwC's last report was submitted to the Commission on June 17, 2002, and covered the period from December 8, 2001 through June 6, 2002.

PwC's next report to the Commission would be due on December 16, 2002. However, the AT&T-Comcast merger is expected to close before that date. As a result, many AT&T Broadband employees to whom PwC would send compliance surveys will have had their employment terminated. Therefore, it would be extremely difficult to obtain responses to these surveys.

AT&T therefore proposes that PwC submit its audit report on compliance with the Safeguards for the period from June 7, 2002 through October 18, 2002. Using this compliance period will permit PwC promptly to send out its compliance surveys. Based on the two to three weeks it normally takes to receive responses, PwC expects that it would submit its compliance report by November 15, 2002.

Please let us know at your earliest convenience whether the Bureau agrees with this approach.

Sincerely,

/s/Stephen C. Garavito

cc: John Norton
Royce Sherlock
Linda Senecal
Pam Leo – PwC
Robert Feit – AT&T